



Comverge, Inc. Closes on \$13 Million Private Equity Financing

FLORHAM PARK, NJ, April 9, 2003—Comverge, Inc. (formerly Comverge Technologies, Inc.), a leading company in the Energy Intelligence industry announced today the completion of its previously announced private equity financing in the amount of \$13 million. The syndicate of investors includes leading venture capital firms from the United States and Europe. The financing round was led by Nth Power and includes E.ON Venture Partners GmbH, an affiliate of E.ON AG (NYSE: EON), EnerTech Capital, Shell Internet Ventures, an affiliate of the Royal Dutch/Shell Group of Companies (NYSE: RD) and Easton Hunt Capital Partners, L.P. in the syndicate as new shareholders. Data Systems & Software Inc. (NASDAQ: DSSI) also participated in the round and remains Comverge, Inc.'s largest shareholder.

Tim Woodward, a Managing Director at Nth Power said: "We have followed Comverge's progress for several years and feel they are very well positioned to lead the electric utility industry's movement to more advanced load management solutions and price-responsive programs. All of the investors in the syndicate can help to accelerate the company's market penetration through a combination of capital and strategic connections."

In addition, Comverge announced that it finalized terms for new credit arrangements totaling \$6.5 million with a leading financial institution. This transaction allows Comverge to consolidate its long-term debt at attractive rates and to access a larger line of credit for working capital needs.

Proceeds from the equity and debt financings will be used to fund Comverge's internal growth opportunities, including the installation of a major Virtual Peaking Capacity™ system for a large electric utility and the advanced development of the company's Maingate® and Direct Load Control product lines.

Robert M. Chiste, Chief Executive Officer of Comverge, stated: "We are very pleased to have received funding from such a prominent group of international energy investors. The financial and strategic relationships that these investors bring will afford Comverge the opportunity to demonstrate significant growth. The investors include premier energy-related venture capitalists whose limited partners include a large number of utility companies who may be potential customers for Comverge. Additionally, the parent company of E.ON Ventures is the largest utility in the world, and the parent company of Shell Internet Ventures is one of the largest energy companies in the world. These relationships provide Comverge significant strategic advantage. With our solid base of business and customers, enhanced by the marquee investor group, Comverge is clearly positioned to become a premier player in the industry."

In commenting on the financing, George Morgenstern, President and CEO of DSSI stated: "We are pleased to welcome the new investors in Comverge. This financing from premier energy venture investors ratifies the confidence which we have expressed over the years in Comverge's business and its solid leadership team, led by Bob Chiste. This investment will allow Comverge to advance to the next level towards its goal of becoming the preeminent company in the energy intelligence industry."



About Comverge, Inc.

Comverge, Inc., *The Power in Power Technology™* has more than 500 energy supplier clients worldwide. Comverge has offices, research facilities, representatives and agents located in Florham Park, New Jersey, Atlanta, Georgia, Pensacola, Florida, Fremont, California, and Tel Aviv, Israel. The Company's PowerCAMP™ Group provides *End-to-End Energy Intelligence™* software solutions. Comverge's Technologies Group provides integrated solutions for direct or voluntary load control programs, remote meter reading, price-responsive programs, time-of-use billing, distributed generation monitoring, and more. Comverge's Enterprise Group provides pioneering business solutions including owned and operated systems, Virtual Peaking Capacity™ negawatt contracts, and joint ventures. For more information visit www.comverge.com.

About Data Systems & Software Inc.

Data Systems & Software Inc. is a provider of software consulting and development services, and is an authorized direct seller and value added reseller of computer hardware. For more information visit www.dssiinc.com.

About Easton Hunt Capital Partners, L.P.

Easton Hunt Capital Partners, L.P. (EHCP) is a venture capital/private equity fund investing in early and late stage venture capital transactions, PIPEs (Private Investment in Public Equity) and management buyouts. In the venture and private equity area, the Fund has focused on Life Scien(r)(er(Iduistra(l)-6.9(Manufan)-5.6((r)ntur)-6.2(i)-1.1ng(andDisnt)-7tribution)-5.6,& Softwarg, and) (te()-5.5(fun'as ocus(hasbe(e)-26(n)-0.3(much brl)-6.3(adv)-5.1(e15.3(r)-6.3,e)1.7(b(e)-26cause()-5.5



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Data Systems & Software Inc. Safe Harbor Statement

For more information, contact:

At Comverge, Sky Filippi, Director of Marketing, (973) 360-2220, x267, filippi@comverge.com.